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Robert U. Goldman, Ltd.

ATTORNEYS AT LAW

Suite 365 • 600 Central Avenue • Highland Park, Illinois 60035-3257

Robert U. Goldman Roberta Goldman (New York Bar Only)

(847) 432-3666

Telefax (847) 432-4289

January 26, 2005

VIA FEDERAL EXPRESS STANDARD DELIVERY

Brenda Tadlock
Division of Corporations
Registration Section
409 East Gaines Street
Tallahassee, Florida 32399

RE: Florida Filings

Dear Brenda:

Marilyn Rothschild at our office informed me that you have worked with our organization for many years and have always been very helpful. We have several filings that need to be completed in the order that they follow in this letter. Enclosed for processing are:

Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida for the following twenty-two (22) Nevada limited liability companies:

		TOTAL:	\$2,750.00
22.	Willoughby Venture LLC	- · ·	125.00
	Valsirv Realty LLC		125.00
	Susquehanna NH Developers LLC		125.00
	SKEK Associates LLC		125.00
	Riverview Apartments Associates LLC		125.00
-	Resort HRF LLC		. 125.00
	Queens Nassau NH Developers LLC		125.00
	PTR Delray LLC		125.00
	Pelham-Laconia Developers LLC		125.00
	Patchogue Associates LLC		125.00
	New Brighton Development LLC		125.00
	Lovely Hills Developers LLC		125.00
	Lockwood Associates LLC	•	125.00
9.	Kingsbridge Realty LLC		125.00
8.	Kingsbridge HRF LLC		125.00
	KES Realty Nevada LLC		125.00
6.	Hutton Developers LLC		125.00
5.	Grace & Waring Venture LLC	_	125.00
4.	Grace & Waring Nevada LLC		125.00
3.	Dry Harbor Developers LLC		125.00
2.	Atlantic Geriatric Venture LLC	٠	125.00
1.	29-31 Associates LLC		\$125.00

January 26, 2005 Page 2 of 5

<u>Designation of Registered Agent/Registered Office</u> for the following twenty-two (22) Nevada limited liability companies in conjunction with the above Application by Foreign Limited Liability Company for Authorization to Transact Business in Florida:

·		
1. 29-31 Associates LLC		\$100.00
2. Atlantic Geriatric Venture LLC		100.00
3. Dry Harbor Developers LLC		100.00
Grace & Waring Nevada LLC		100.00
Grace & Waring Venture LLC		100.00
6. Hutton Developers LLC	- •	100.00
KES Realty Nevada LLC		100.00
Kingsbridge HRF LLC		100.00
Kingsbridge Realty LLC		100.00
Lockwood Associates LLC		_ 100.00 ~
 Lovely Hills Developers LLC 		100.00
12. New Brighton Development LLC		100.00
13. Patchogue Associates LLC		100.00
 Pelham-Laconia Developers LLC 	*	100.00
15. PTR Delray LLC		100.00
16. Queens Nassau NH Developers LLC		100.00
17. Resort HRF LLC		100.00
18. Riverview Apartments Associates LLC		100.00
19. SKEK Associates LLC		100.00
20. Susquehanna NH Developers LLC		100.00
21. Valsirv Realty LLC		100.00
22. Willoughby Venture LLC	- 	100.00
	TOTAL:	\$2,200.00

<u>Certificate of Amendment to Certificate of Limited Partnership</u> for the following twenty-two (22) Florida limited partnerships:

1.	29-31 Associates Limited Partnership	\$52.50
2.	Atlantic Geriatric Venture Limited Partnership	52.50
3.	Dry Harbor Developers Limited Partnership	52.50
4.	Grace & Waring HRF Limited Partnership	52.50
5.	Grace & Waring Venture Limited Partnership	52.50
6.	Hutton Developers Limited Partnership	52.50
7.	KES Realty Limited Partnership	52.50
8.	Kingsbridge HRF Limited Partnership	52.50
9.	Kingsbridge Realty Limited Partnership	52.50

January 26, 2005 Page 3 of 5

10. Lockwood Associates Limited Partnership	52.50
11. Lovely Hills Developers Limited Partnership	52.50
12. New Brighton Development Limited Partnership	52.50
13. Patchogue Associates Limited Partnership	52.50
14. Pelham-Laconia Developers Limited Partnership	52.50
15. PTR Delray Limited Partnership	52.50
16. Queens Nassau NH Developers Limited Partnership	52.50
17. Resort HRF Limited Partnership	52.50
18. Riverview Apartments Associates Limited Partnership	52.50
19. SKEK Associates Limited Partnership	52.50
20. Susquehanna NH Developers Limited Partnership	52.50
21. Valsirv Realty Co. Ltd.	52.50
22. Willoughby Venture Limited Partnership	52.50
TOTAL:	\$1,155.00

<u>Certificate of Cancellation</u> for the following twenty-two (22) Florida limited partnerships:

1. 29-31 Associates Limited Partnership	\$52.50
2. Atlantic Geriatric Venture Limited Partnership	52.50
3. Dry Harbor Developers Limited Partnership	52.50
4. Grace & Waring HRF Limited Partnership	52.50
5. Grace & Waring Venture Limited Partnership	52.50
6. Hutton Developers Limited Partnership	52.50
7. KES Realty Limited Partnership	52.50
8. Kingsbridge HRF Limited Partnership	52.50
9. Kingsbridge Realty Limited Partnership	52.50
10. Lockwood Associates Limited Partnership	52.50
11. Lovely Hills Developers Limited Partnership	52.50
12. New Brighton Development Limited Partnership	52.50
13. Patchogue Associates Limited Partnership	52.50
14. Pelham-Laconia Developers Limited Partnership	52.50
15. PTR Delray Limited Partnership	52.50
16. Queens Nassau NH Developers Limited Partnership	52.50
17. Resort HRF Limited Partnership	52.50
18. Riverview Apartments Associates Limited Partnership	52.50
19. SKEK Associates Limited Partnership	52.50
20. Susquehanna NH Developers Limited Partnership	52.50
21. Valsirv Realty Co. Ltd.	52.50
22. Willoughby Venture Limited Partnership	52.50
TOTAL:	\$1,155.00

January 26, 2005 Page 4 of 5

Application by Foreign Limited Liability Company for Withdrawal of Authority to <u>Transact Business in Florida</u> for the following twenty-three (23) Nevada limited liability companies:

1.	29-31 Associates LLC			\$25.00
2.	Atlantic Geriatric Venture LLC			25.00
3.	Dry Harbor Developers LLC			- 25.00
4.	Grace & Waring Nevada LLC	-		25.00
5.	Grace & Waring Venture LLC			25.00
6.	Hutton Developers LLC			25.00
7.	KES Realty Nevada LLC	-		25.00
8.	Kingsbridge HRF LLC			25.00
9.	Kingsbridge Realty LLC			25.00
10.	Lockwood Associates LLC			25.00
11.	Lovely Hills Developers LLC	**		25.00
	New Brighton Development LLC	_	-	25.00
	Patchogue Associates LLC			25.00
	Pelham-Laconia Developers LLC	•		25.00
	PTR Delray LLC			25.00
	Queens Nassau NH Developers LLC			25.00
	Resort HRF LLC		-	25.00
18.	Riverview Apartments Associates LLC	•		25.00
	Sagamore Associates LLC			25.00
	SKEK Associates LLC			25.00
	Susquehanna NH Developers LLC			25.00
	Valsiry Realty LLC	••		25.00
	Willoughby Venture LLC			25.00
	The second of the second secon	TOTAL:		\$575.00
				Ψυ / υ. 00

<u>Application by Foreign Corporation for Withdrawal of Authority to Transact Business or Conduct Affairs in Florida</u> for the following five (5) Nevada corporations:

5.	KN Round Rock Corp.	35.00
		35.00
	RUG Properties Corp.	35.00
	NW Properties Corp.	35.00
	DHD Corp.	\$35.00

January 26, 2005 Page 5 of 5

A check, #10989, in the sum of \$8,010.00 is enclosed to cover the costs of the forms outlined above.

Thank you for your prompt attention to this matter. Should you have any questions, please do not hesitate to contact me at: 847-432-3666.

Sincerely,

ropert u. goldman, lti

Robert U. Goldman

RUG:jlg Enclosures

TRANSMITTAL LETTER

TO: Registration Section Division of Corporations	
SUBJECT: Lovely Hills Developers Li	mited Partnership
	mited Partnership)
DOCUMENT NUMBER: A30953	
The enclosed Certificate of Amendment and fee(s) are sub	omitted for filing.
Please return all correspondence concerning this matter to	the following:
	oldman, Esq.
(Name	of Person)
Robert U. G	
(Finn C	Company)
600 Central Avenue	e. Suite 365
	dress)
Highland Park, Ill	inois 60035
(City/State a	and Zip Code)
For further information concerning this matter, please call:	
Robert U. Goldman	ու (847) 432–3666
(Name of Person)	(Area Code & Daytime Telephone Number)
Enclosed is a check for the following amount:	
S52.50 Filing Fee S61.25 Filing Fee & Certificate of Status	S105.00 Filing Fee & S113.75 Filing Fee, Certified Copy (additional copy is enclosed) S113.75 Filing Fee, Certificate of Status & Certified Copy (additional copy is enclosed)
STREET ADDRESS: Registration Section Division of Corporations 409 E. Gaines Street Tallahassee, Florida 32399	MAILING ADDRESS: Registration Section Division of Corporations P.O. Box 6327 Tallahassee, Florada 32314
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CERTIFICATE OF CANCELLATION FOR

LOVELY HILLS DEVELOPERS LIMITED PARTNERSHIP (Insert name currently on file with Florida Dept. of State)			
Pursuant to the provisions of section 620.113, Florida Statutes, this Florida limited partnership, whose certificate was filed with the Florida Department of State on 12-17-1990, hereby submits this			
Certificate of Cancellation.			
FIRST: Reason for cancellation: (State why partnership is submitting cancellation) This limited partnership was converted into a Nevada limited liability company ("LLC") by its sole General Partner and its sole Limited Partner contributing their entire respective			
interests in the partnership to, and in exchange for, membership interests in the LLC, dissolving the partnership and distributing all the partnership's assets to the LLC, and the LLC assuming all recourse debt of the partnership and taking the partnership's assets subject to all nonrecourse debts of the partnership.			

SECOND: This Certificate of Cancellation shall be effective at the time of its filing with the Florida Department of State.

THIRD: Signatures of all general partners:

Vice President of New Century
Investor Services, Inc., Manager

5 JAN 27 PM 1: 46